

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

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Public Record

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD
COMPANY

-CONTROL-

NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN
RAILWAY COMPANY CORPORATION

COMMENTS ON PROPOSED PROCEDURAL SCHEDULE

The National Grain and Feed Association (“NGFA”) hereby provides its comments in response to the Notice of Proposed Procedural Schedule and Request for Comments served by the Surface Transportation Board (“STB” or “Board”) in this Docket on September 26, 2025 (Decision No. 5). NGFA also offers its reactions to the Comments on the Proposed Procedural Schedule served on Parties of Record by “Applicants”¹ on October 20, 2025.

I. Identity and Interest of NGFA

The NGFA, established in 1896, consists of grain, feed, processing, exporting and other grain-related companies that operate more than 8,000 facilities handling U.S. grains and oilseeds. Its membership includes grain elevators; feed and feed ingredient manufacturers; biofuels

¹ Union Pacific Corporation, Union Pacific Railroad Company (“UP”), Norfolk Southern Corporation, and Norfolk Southern Railway Company (“NS”).

companies; grain and oilseed processors and millers; exporters; livestock and poultry integrators; and associated firms that provide goods and services to the nation's grain, feed, and processing industry. The NGFA also consists of 24 affiliated State and Regional Grain and Feed Associations.

II. Comments on Proposed Procedural Schedule

In many respects, the proposed merger of UP and NS will be the most consequential railroad merger the STB has ever considered. The Board's consideration of the Applicants' proposal pursuant to regulations that have never before been applied will have huge ramifications for the railroad industry, the agricultural industry, and the United States' and global economies.

Pursuant to 49 U.S.C. §11325, the Board is required to conclude the evidentiary phase of a major merger proceeding within 12 months of the date it provides notice of acceptance of a merger application. 49 U.S.C. §11325(b)(3). The Board then has 90 days to issue a final decision. NGFA believes the many important issues presented by this proposed merger require the Board to utilize the maximum time allotted to it by its governing statutes to determine whether the merger is in the public interest. Consequently, the NGFA objects to the Board's proposal to establish a deadline for the submission of written evidence and argument that is a full four months shy of the 12-month statutory period. Even generously allowing 30 days for the Board to announce and hold a public hearing, the proposed schedule would cut the time for stakeholder input by approximately three months.

The Board does not offer any explanation reconciling its schedule with §11325(b)(3)'s longer time frame. In addition to the shortened schedule not being justified by the magnitude of the impending proceeding, NGFA also notes that should Applicants file their Application in late November or early December, stakeholder review of the Application and any related

activity such as discovery will be further shortened and otherwise affected by the 2025 Holiday Season.

For these reasons, the NGFA requests the Board to extend by 15 days the proposed date for parties to submit (1) comments, protests, requests for conditions, (2) any other evidence and argument in opposition to the primary application or any related application(s), and (3) responsive, including inconsistent, applications. The NGFA also requests that a similar 15-day extension be made to the date for (1) responses to comments, protests, requests for conditions, and other opposition (2) rebuttal in support of the primary application and related application(s); and (3) responses to responsive, including inconsistent, applications. These two 15-day extensions would add 30 days to the schedule for building the evidentiary record, while still leaving room for any additional extensions that become necessary over the course of the schedule.

Because the circumstances justify extending the procedural schedule, the Board should summarily reject Applicants' proposal to shorten already truncated proposed procedural schedule by another 45 days. First, the Applicants couch the reductions in terms of *their* responses to comments, rebuttal in support of the primary application, and responses to responsive applications, and submission of *their* final briefs. Comments at 2-3. However, shortening these time periods would unfairly shorten the time for *all* parties of record to file such submissions (with the exception of rebuttal in support of the Application). Second, the fact that a few parties may have commenced seeking discovery from Applicants at this very early stage of the process is not grounds for reducing the time allowed to all other parties who might decide to participate in this proceeding to seek discovery once they see the Application and file notices of intent to participate in accordance with the procedural schedule.

In conclusion, the Board should use the maximum time allotted to it by statute for consideration of the proposed merger, extend the evidentiary phase of the proceeding as described herein, and the Board should summarily reject the Applicants' proposal to substantially reduce the evidentiary phase of the proceeding.

Respectfully submitted,

/s/ Thomas W. Wilcox

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November 17, 2025

CERTIFICATE OF SERVICE

I hereby certify that on this 17th day of November, 2025 a copy of the foregoing Comments were served on all parties of record on the service list for this proceeding by electronic mail.

s/ Thomas W. Wilcox
THOMAS W. WILCOX